DRAFT 3-17-14

Bylaws of the City of Portland Temporary Advisory Committee on Socially Responsible Criteria for Direct Investments in Corporate Securities

Mission

Support the City of Portland's effort to incorporate socially responsible criteria for its direct investments in corporate securities.

<u>Article I. Purpose</u>

The purpose of the City of Portland's Temporary Advisory Committee is to advise the City Council on incorporating socially responsible criteria for the City's direct investments in corporate securities.

City Council charges the Committee with studying the City's current investment policy and processes and developing recommendations for how the City could incorporate social and ethical concerns in its direct investment in corporate securities. The types of social and ethical concerns include environmental concerns, health concerns including weapons production, concerns about abusive labor practices, concerns about corrupt corporate ethics and governance, concerns about extreme tax avoidance, and concerns about exercise of such a level of market dominance so as to disrupt competitive market forces. Specifically, the committee shall consider the cost, effectiveness, and practicality of at least the following two strategies:

- 1. A standing advisory committee of public members that periodically reviews the list of corporations that meet the City's financial criteria for investment and makes recommendations to Council about companies and/or industries in which the City shall not invest its cash assets.
- 2. Hiring a firm with expertise in social and environmental investing to advise the City on managing its direct investment in corporate securities.

The committee's recommendation may also include analysis of other strategies it identifies.

Article II. Membership

Section 1. Composition of Committee.

The membership of the Committee shall consist of five individual members, including:

- One individual who represents the environmental community
- One individual who represents the labor community
- One individual who represents the business community
- One individual with expertise in economics
- One individual with expertise in corporate ethics

Section 2. Appointment

The Mayor shall appoint the members of the committee.

Section 3. Decision making

a. Decision making will be determined by the group at the first meeting and may include consensus, voting, or a combination of the two.

Section 4. Termination

The temporary committee shall complete its work and deliver its report to Council no later than July 31, 2014. On that date, the committee shall dissolve unless Council votes to extend it.

Article III. Officers

Section 1. Committee Meeting Facilitation

Staff from the Business Operations Division of the City's Office of Management and Finance will facilitate committee meetings.

Article IV. Meetings

Section 1. Regular Meetings

- a. The committee shall meet at dates and times mutually convenient for its members.
- b. The committee may form ad hoc subcommittees as needed.

Section 2. Conduct of Meetings

- a. A majority of committee members shall constitute a quorum for voting at meetings.
- b. Portland's Office of Management and Finance staff shall be responsible for facilitating meetings, taking meeting notes, and for establishing and distributing the meeting agendas, notes and other materials.

Section 3. Input from the Public

Any regular meeting is open to any person. Only committee members may participate in the meetings; this includes voting. Public comment will be taken during the meeting. Written comments will also be taken and distributed to committee members.

Article V. Amendments to Bylaws

Adoption of and amendments to the bylaws shall require a three-fourths (3/4) vote by the members present at a regular meeting.